

Toll Conversion Agreement

Contract No.: 99/0079

This Toll Conversion Agreement is valid between **Cedar Chemical Corporation /"Cedar"/** with offices at 5100 Poplar Avenue, Suite 2414, Memphis, Tennessee 38137 and

ÉMV Északmagyarországi Vegyiművek Kft /"ÉMV"/ with offices at 3792 Sajóbábony, Hungary.

- I. ÉMV is ready to manufacture and Cedar is ready to take over
750 to Diuron technical
as per attached specification No.1.
- II. Cedar will deliver 3,4 Dichloranilin as per attached specification No.2. to be used in ratio of 780 kg 3,4 Dichloranilin for 1 to Diuron techn.
- III. Diuron techn. will be produced by ÉMV under the following conditions:
- 3.1. Manufacturing: from 1st of March, 1999 till 30st of August, 1999.
- 3.2. Packing: in 30 kg net 3 ply paper bags with PE inner and PP over bags, and marked as per Cedar's instruction.
- 3.3. Toll conversion fee is **USD 2.450,-/to FCA Sajóbábony** which includes also the value of the materials used in the processing of Diuron techn. other than 3,4 Dichloraniline, further packing and handling charges.
- 3.4. Payment: swift transfer upon receipt of the invoice issued by TRI-Chemical Company Ltd. Budapest in the name and on behalf of ÉMV.
- 3.5. Delivery: FCA Sajóbábony. The product, ready for dispatch can be stored free of charge at Sajóbábony until Cedar's call off but latest till 31st of March, 2000.

Budapest, 06/01/1999.

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Cedar Chemical Corporation

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ÉMV-Északmagyarországi Vegyiművek

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TRI-Chemical RT.

9351966



Attachment No.1

Diuron technical
/quality parameters/

Active ingredient content:	min. 96%
Humidity:	max. 1%
3,4 Dichlorophenylcarbamide content:	max. 2%
3,4 Dichlorophenylmethylearbamide content:	max. 0,5%
Starting melting point:	min.155°C

Attachment No.2.

3,4 Dichlor-anilin
/quality parameters/

Active ingredient content: -	min.98%
2,3-dichlor-anilin content:	max. 0,5%
Water content:	max. 0,1%
Anilin and parachlor-anilin content:	max. 0,5%
TCAB content:	max.40 ppm
TCAOB content:	max.40 ppm